Amendments to the Claims:

This Listing of Claims will replace all prior versions, and listings, of claims in the application:

1. (Original) A submersible pumping system for pumping wellbore fluid, comprising:

a motor assembly;

a pump assembly connected to the motor assembly; and

a shroud assembly attached to the pump assembly, the shroud assembly, comprising:

a shroud having a connection end and an intake end, wherein the shroud at least partially encloses the motor assembly; a sealing ring that prevents the wellbore fluid from entering the shroud at the connection end; and a retaining ring that holds the sealing ring in place.

- 2. (Original) The submersible pumping system of claim 1, wherein the pump assembly further comprises a pump intake and the shroud is attached to the pump intake.
- 3. (Original) The submersible pumping system of claim 1, wherein the sealing ring comprises a sealing aperture whereby a cable can extend through the sealing aperture to the motor assembly.

- 4. (Original) The submersible pumping system of claim 1, wherein the sealing ring is formed of an elastomer material.
- 5. (Original) The submersible pumping system of claim 1, wherein the pump assembly is situated above the motor assembly and draws the wellbore fluid along the motor assembly.
- 6. (Original) The submersible pumping system of claim 5, wherein the shroud extends below the motor assembly.
- 7. (Original) The submersible pumping system of claim 1, wherein the retaining ring is attached to the pump assembly.
- 8. (Original) The submersible pumping system of claim 1, wherein the shroud is formed of sheet metal.
- 9. (Original) A shroud assembly for use with a pump assembly and a motor assembly for use in pumping wellbore fluid, the shroud assembly comprising:
 - a shroud having a connection end and an intake end, wherein the shroud at least partially encloses the motor assembly;
 - a sealing ring that prevents the wellbore fluid from entering the shroud at the connection end; and
 - a retaining ring that holds the sealing ring in place.

- 10. (Original) The shroud assembly of claim 9, wherein the pump assembly further comprises a pump intake and the shroud is attached to the pump intake.
- 11. (Original) The shroud assembly of claim 9, wherein the sealing ring comprises a sealing aperture whereby a cable can extend through the sealing aperture to the motor assembly.
- 12. (Original) The shroud assembly of claim 9, wherein the sealing ring is formed of an elastomer material.
- 13. (Original) The shroud assembly of claim 9, wherein the pump assembly is situated above the motor assembly and draws the wellbore fluid along the motor assembly.
- 14. (Original) The shroud assembly of claim 13, wherein the shroud extends below the motor assembly.
- 15. (Original) The shroud assembly of claim 9, wherein the retaining ring is attached to the pump assembly.
- 16. (Original) The shroud assembly of claim 9, wherein the shroud is formed of sheet metal.

- 17. (Cancelled).
- 18. (New) A downhole pumping system comprising:
- a pump intake;
- a shroud having a connection end and an intake end, wherein the connection end
 of the shroud is connected to the outer wall of the pump intake;
 a pump connector plate connected to the top of the pump intake; and
 a sealing ring disposed between the pump intake, the shroud and the pump
 connector plate.
- 19. (New) The downhole pumping system of claim 18, further comprising:a retaining ring secured to the pump connector plate that captures the sealing ring in its position between the pump intake, the shroud and the pump connector plate.